

THE SARACHEK LAW FIRM

Joseph E. Sarachek, Esq. (NY Bar #2163228)

Jonathan H. Miller, Esq. (NY Bar #2252385)

101 Park Avenue -27th Floor

New York, NY. 10178

Telephone: (646) 517-5420

Facsimile: (646) 861-4950

*Attorneys for Auxo International Ltd.,
Esjay International Private Limited,
Strong Progress Garment Factory Company Limited*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

SEARS HOLDING CORPORATION, *et al.*¹,

Debtors.

Chapter 11

Case No. 18-23538 (RDD)

(Jointly Administered)

**JOINDER OF AUXO INTERNATIONAL LTD, ESJAY
INTERNATIONAL PRIVATE LIMITED, AND STRONG PROGRESS
GARMENT FACTORY COMPANY LIMITED TO LIMITED OBJECTION
OF BONNIER CORPORATION TO NOTICE REGARDING INITIAL DISTRIBUTION
PURSUANT TO ADMINISTRATIVE EXPENSE CLAIMS CONSENT PROGRAM**

**TO: THE HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE**

Auxo International Ltd, Esjay International Private Limited, and Strong Progress

Garment Factory Company Limited (the “Joining Parties”), by and through their undersigned

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

counsel, The Sarachek Law Firm, hereby join (the “Joinder”) the *Limited Objection of Bonnier Corporation to Notice Regarding Initial Distribution Pursuant to Administrative Expense Claims Consent Program* [Dkt. No. 6191] (the “Objection”). In support of their Joinder, the Joining Parties state as follows:

1. In addition to wholly supporting the arguments made in the Objection, the Joining Parties add that despite efforts of their counsel to contact the Debtors' counsel and persons working for MIII, no response has been received as to why the Joining Parties were excluded from the initial distribution. Copies of the emails are attached as Exhibit A.

2. Additionally, the email from MIII to the Joining Parties did not alert them that they would be excluded from the initial distribution under the Administrative Claims Consent Program unless documentation was received by a date certain. See Exhibit B attached hereto. As is also clear from a review of Exhibit B, one of the Joining Parties, Strong Progress Garment Factory Company Limited, did not receive an email from MIII until December 2, 2019.

For the aforementioned reasons, the Responding Parties request that the Court enter an order compelling the Debtors to add the Joining Parties as participants in the initial distribution under the Administrative Claims Consent Program.

Date: December 12, 2019
New York, NY

Respectfully submitted,

THE SARACHEK LAW FIRM

/s/ Jonathan H. Miller
Jonathan H. Miller
Joseph E. Sarachek
101 Park Avenue – 27th Floor
New York, NY 10178
Telephone: (646) 517-5420
Facsimile: (646) 861-4950
jon@saracheklawfirm.com

EXHIBIT A



From: jonathan miller jon@saracheklawfirm.com
Subject: Re: Sears
Date: December 9, 2019 at 4:16 PM
To: William Murphy wmurphy@miiipartners.com
Cc: Brian Griffith bgriffith@miiipartners.com, Christopher Casamassima ccasamassima@miiipartners.com, Fail, Garrett Garrett.Fail@weil.com, Singh, Sunny sunny.singh@weil.com, Joseph Sarachek joe@saracheklawfirm.com

William, We are surprised by this response because all four clients complied with the Court's guidelines. All four of these vendors had until November 25 to Opt-In. By what date did you have to receive the claim detail from the clients to be included in the Opt-In group? Can you provide evidence as to when our clients received the email from M-III that documents were required? One client, Strong Progress, appears to have received the email from M-III on 12/2. Moreover, the M-III email did not include a date by which the information had to be received to be included in the Opt-In group. A second client, Auxo, emailed the spreadsheet back to M-III on 11/26 and has received no response.

As for HoldSun, have they been contacted about the value of their claim? Any, contact should include us.

This is obviously concerning, and we would like some answers as to (i) why three of our clients have been omitted and (ii) the process by which the value of HoldSun's claim will be determined. We look forward to your reply.

Regards,

Jonathan H. Miller, Esq.
The Sarachek Law Firm
101 Park Avenue, 27th Floor
New York, NY 10178
Tel. (646) 517-5420 x102
Dir. (646) 546-5710
Fax (646) 861-4950
www.saracheklawfirm.com

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On Dec 9, 2019, at 3:42 PM, William Murphy <wmurphy@miiipartners.com> wrote:

Jonathan,

We received the supporting documentation on 12/2/19. Unfortunately, for all but HoldSun Grup Ltd, the date has passed to be part of the Opt-In initial distribution and we will be addressing your client's claims as part of the Non Opt-Out group.

We will contact Auxo International, Esjay International and Strong Progress as we begin the next reconciliation for the Non Opt-Out group.

Bill

William B Murphy

M-III Partners, LP
130 West 42nd Street - 17th Floor
New York, New York 10036
Office: 212-430-2059
Cell: 917-913-8175
f: 212/531-4532
e: wmurphy@miiipartners.com
www.miiipartners.com

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From: jonathan miller <jon@saracheklawfirm.com>
Sent: Monday, December 9, 2019 3:26 PM
To: Christopher Casamassima <ccasamassima@miiipartners.com>; William Murphy <wmurphy@miiipartners.com>
Subject: Sears

I was hoping to speak to one of you today. Perhaps we can schedule a time for today or tomorrow to discuss the Opt-In claims of our clients. They are as follows:

Auxo International, Ltd.
Esjay International Private Limited
HoldSun Group Ltd.
Strong Progress Garment Factory, Ltd

Regards,

Jonathan H. Miller, Esq.
The Sarachek Law Firm
101 Park Avenue, 27th Floor
New York, NY 10178
Tel. (646) 517-5420 x102
Dir. (646) 546-5710
Fax (646) 861-4950
www.saracheklawfirm.com

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EXHIBIT B

----- 原始邮件 -----

发件人: searsballotinvoices@miiipartners.com

收件人: billylamsp@senxing.com

发送时间: 2019-12-02 00:12:44

主 题: Sears Administrative Expense Consent Program

RE: Sears Administrative Expense Consent Program Ballot ID 182353801040763: Strong Progress
Garment Factory Company Limited,

Hello,

You are receiving this email because you checked the “Opt-In” box on a Sears Administrative Expense Consent Program Ballot.

M-III Partners is the Restructuring Professional for Sears, Kmart and their affiliates, reconciling the Administrative Expense Consent Program Ballots. For your reference, a copy of the court order approving M-III’s retention can be found at the link below:

[\[Docket 814\] M-III Retention Order](#)

To facilitate the reconciliation of the amounts you have claimed, we request that you please provide supporting information in **Excel as soon as possible** for the amount that was submitted on your Administrative Expense Consent Program Ballot.

Please reply with your Ballot ID number and Creditor name.

Include the following fields at a minimum (if applicable):

1. DUNS (unique identifier(s) with Sears, Kmart and their affiliates)
2. DBA name(s) (Doing Business As, if there is another name your company goes by)
3. Invoice Number
4. Purchase Order Number (if applicable)
5. Invoice Date
6. Dates of Service the Invoice Covers (if applicable)
7. Invoice Amount
8. Property Tax Notice (if applicable)
9. 503(b)(9) “Y” or “N”: (mark “Y” next to any invoices you believe are entitled to priority pursuant to section 503(b)(9) of the United States Bankruptcy Code)

10. Administrative "Y" or "N" (Post-petition/Post-Bankruptcy): (mark "Y" next to any invoices you believe are post-petition/post-bankruptcy administrative invoices)
11. Indicate whether you have previously filed a proof of claim for any amounts claimed in your Administrative Expense Consent Program Ballot.
12. Indicate whether you have previously filed a motion seeking payment for any amounts claimed in your Administrative Expense Consent Program Ballot.
13. List of payments received from Sears and its affiliates **90 days prior to the bankruptcy filing** on October 15, 2018 (for the period of July 15, 2018 through October 14, 2018)
14. Other info that may be relevant to reconcile the ballot amount submitted

Best regards,

Chris Casamassima
M-III Partners, L.P.
130 West 42nd St., 17th Floor
New York, NY 10036
searsballotinvoices@miiipartners.com
(o): 212-804-9742

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